

Exhibit 1

Reed Smith, LLP
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*Ordinary Course Professional for the Debtors
and Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----)	
In re:)	Case No. 12-12020 (MG)
)	
RESIDENTIAL CAPITAL, LLC, <u>et al.</u> ,)	Chapter 11
)	
Debtors.)	Jointly Administered
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**CERTIFICATION OF REED SMITH IN SUPPORT OF REED SMITH'S
APPLICATION FOR AN AWARD OF COMPENSATION AND REIMBURSEMENT OF
EXPENSES FOR SERVICES RENDERED AS AN ORDINARY COURSE
PROFESSIONAL FOR THE DEBTORS FOR THE PERIOD JULY 1, 2012
THROUGH JULY 31, 2012**

I, John L. Scott, hereby certify that:

1. I am a member of the applicant firm, Reed Smith, LLP ("Reed Smith"), with responsibility for compliance with the Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases adopted by the Court on April 19, 1995 (the "Local Guidelines"), the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330, adopted on January 30, 1996 (the "UST Guidelines") and the Order Under Bankruptcy Code Sections 105(a), 327 and 330 and Bankruptcy Rule 2014 Authorizing Employment and Payment

of Professionals Utilized in Ordinary Course of Business *Nunc Pro Tunc* to the Petition Date [Docket No. 799], dated July 17, 2012 (the “OCP Order”), and collectively with the Local Guidelines and UST Guidelines, the “Guidelines”) in the jointly administered chapter 11 cases of Residential Capital, LLC, *et al.* (collectively, the “Debtors”), pursuant to Sections 327, 330 and 331 of the Bankruptcy Code, Fed. R. Bank P. 2016, and Local Bankruptcy Rule 2016-1.

2. This certification is made in respect of Reed Smith’s application, dated October 19, 2012 (the “Application”), for interim compensation and reimbursement of expenses for the period commencing July 1, 2012 through and including July 31, 2012.

3. I certify that:

- a. I have read the Application;
- b. to the best of my knowledge, information, and belief formed after reasonable inquiry, the fees and disbursements sought fall within the Guidelines;
- c. the fees and disbursements sought are billed at rates in accordance with those customarily charged Reed Smith generally accepted by Reed Smith’s clients; and
- d. in providing a reimbursable service, Reed Smith does not make a profit on that service, whether the service is performed by Reed Smith in-house or through a third party.

I certify that the Debtors, the Creditors Committee and the United States Trustee for the Southern District of New York are each being provided with a copy of the Application, along with the parties entitled to receive the Application.

Respectfully Submitted,

By: /s/ John L. Scott
John L. Scott, Esquire

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Ordinary Course Professional For The Debtors

Dated: New York, NY

October 19, 2012